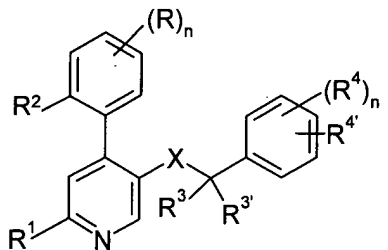


CLAIM AMENDMENTS

1. (Currently Amended) A compound of the formula



wherein

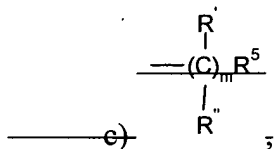
R is hydrogen or halogen;

R¹ is $-(C\equiv C)_mR^{1'}$ or $-(CR'=CR'')_mR^{1'}$

wherein R^{1'} is

~~a) hydrogen or halogen;~~

~~b) cyano, or the following groups:~~



~~c) ;~~

~~d) $C(O)NR'R''$;~~

~~e) $C(O)O(CH_2)_mR^5$;~~

~~f) $C(O)R^5$;~~

~~g) $N(OH)(CH_2)_mR^5$;~~

~~h) $NR'C(O)(CH_2)_mR^5$;~~

~~i) $N[C(O)R']_2$;~~

~~j) OR^6 ;~~

- ~~k) $(CH_2)_m-SR^6$, $(CH_2)_m-S(O)R^6$, or $(CH_2)_m-S(O)_2R^6$,~~
~~l) aryl, unsubstituted or substituted by one or more substituents, selected from~~
~~halogen,~~
~~trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $NR'R''$, nitro,~~
 ~~$(CH_2)_nOR'$, $C(O)NR'R''$, $C(O)OR'$ or $C(O)R'$,~~
~~m) is a five or six membered aromatic heterocycle, containing one to four~~
~~heteroatoms,~~
~~selected from N, O or S and, unsubstituted or substituted by one or more~~
~~substituents, selected from halogen, trifluoromethyl, lower alkyl, lower alkoxy,~~
~~cyano, hydroxy, $NR'R''$, nitro, $(CH_2)_nOR'$, $C(O)OR'$, $C(O)NR'R''$ or $C(O)R'$,~~
~~n) is a five or six membered non-aromatic heterocycle of the formula~~



- ~~which may contain optionally has one additional heteroatom, selected from N, O or S,~~
 ~~R'/R'' are hydrogen, hydroxy, lower alkyl, cycloalkyl~~
~~or aryl, wherein the lower alkyl, cycloalkyl or aryl group is unsubstituted or substituted~~
~~by at least one substituent, selected from halogen,~~
~~trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $NR'''R''''$, nitro,~~
 ~~$(CH_2)_nOR'''$, $C(O)NR'''R''''$, $C(O)OR'''$ or $C(O)R'''$,~~
 ~~R'''/R'''' are independently from each other hydrogen, lower alkyl, cycloalkyl or aryl,~~
 ~~R^5 is hydrogen, cyano, hydroxy, halogen, trifluoromethyl, $C(O)OR'$, $OC(O)R^2$ or~~
~~aryl, unsubstituted or substituted by at least one substituent, selected from halogen,~~
~~trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $NR'R''$, nitro,~~
 ~~$(CH_2)_nOR'$, $C(O)NR'R''$, $C(O)OR'$ or $C(O)R'$, or is a five or six membered~~
~~heteroaryl group, containing one to four heteroatoms, selected from N, O or S,~~

~~unsubstituted or substituted by at least one substituent, selected from~~
~~halogen, trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro,~~
 ~~$(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C}(\text{O})\text{NR}^{\text{'R''}}$, $\text{C}(\text{O})\text{OR}^{\text{'}}$ or $\text{C}(\text{O})\text{R}^{\text{'}}$,~~
 ~~R^6 is hydrogen, lower alkyl, trifluoromethyl, or aryl, wherein the lower alkyl or aryl~~
~~group is unsubstituted or substituted by at least one substituent, selected from~~
~~halogen, trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro,~~
 ~~$\text{C}(\text{O})\text{NR}^{\text{'R''}}$, $(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C}(\text{O})\text{OR}^{\text{'}}$ or $\text{C}(\text{O})\text{R}^{\text{'}}$, or is a five or six membered~~
~~heteroaryl group, containing one to four heteroatoms, selected from N, O or S and~~
~~is unsubstituted or substituted by at least one substituent, selected from halogen,~~
~~trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro,~~
 ~~$(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C}(\text{O})\text{NR}^{\text{'R''}}$, $\text{C}(\text{O})\text{OR}^{\text{'}}$ or $\text{C}(\text{O})\text{R}^{\text{'}}$,~~

R^7 is $-\text{C}(\text{O})-(\text{CH}_2)_m\text{OH}$ or an oxo group;

R^2 is hydrogen, lower alkyl, lower alkoxy, halogen or CF_3 ;

$\text{R}^3/\text{R}^{3'}$ are independently hydrogen, lower alkyl or ~~form together with the~~

~~carbon atom to which they are attached a cycloalkyl group;~~

$\text{R}^4/\text{R}^{4'}$ are hydrogen, halogen, CF_3 , lower alkyl or lower alkoxy;

R and R^2 or R^4 and $\text{R}^{4'}$ may be together ~~$\text{CH}=\text{CH}-\text{CH}=\text{CH}-$~~ , unsubstituted or substituted by one or two substituents selected from lower alkyl, halogen or lower alkoxy;

X is $-\text{C}(\text{O})\text{N}(\text{R}^8)-$, $(\text{CH}_2)_p\text{O}-$, $(\text{CH}_2)_p\text{N}(\text{R}^8)-$, or $-\text{N}(\text{R}^8)\text{C}(\text{O})-$ or $-\text{N}(\text{R}^8)-(\text{CH}_2)_p-$;
wherein R^8 is hydrogen or lower alkyl;

n is 1 or 2;

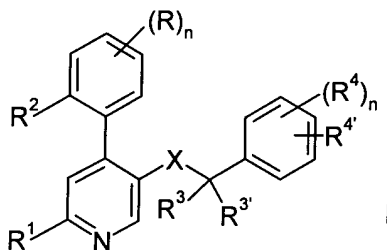
m is 0, 1, 2, 3 or 4; and

o is 1 or 2; and

~~p~~ is 1 or 2;

or a pharmaceutically acceptable acid addition salt thereof.

2. (Currently Amended) A compound of the formula



wherein

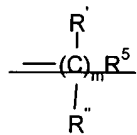
R is hydrogen or halogen;

R¹ is $-(C\equiv C)_m R^{1'}$ or $-(CR'=CR'')_m R^{1'}$

wherein R^{1'} is

~~a) halogen;~~

~~b) cyano, or the following groups:~~



~~c) ;~~

~~d) $C(O)NR'R''$;~~

~~e) $C(O)O(CH_2)_m R^5$;~~

~~f) $C(O)R^5$;~~

~~g) $N(OH)(CH_2)_m R^5$;~~

~~h) $NR'C(O)(CH_2)_m R^5$;~~

~~i) $N[C(O)R^5]_2$;~~

- ~~j) OR^6 ;~~
~~k) SR^6 , S(O)R^6 , or $\text{S(O)}_2\text{R}^6$;~~
~~l) aryl, unsubstituted or substituted by at least one substituent, selected from halogen, trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro, $(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C(O)NR}^{\text{'R''}}$, $\text{C(O)OR}^{\text{'}}$ or $\text{C(O)R}^{\text{'}}$;~~
~~m) is a five or six membered heteroaryl group, containing one to four heteroatoms, selected from N, O or S and is unsubstituted or substituted by at least one substituent, selected from halogen, trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro, $(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C(O)OR}^{\text{'}}$, $\text{C(O)NR}^{\text{'R''}}$ or $\text{C(O)R}^{\text{'}}$;~~
n) is a five or six membered non-aromatic heterocycle of the formula



or a five or six membered non-aromatic heterocycle containing having one additional heteroatom, selected from N, O or S,

- ~~$\text{R}^{\text{'R''}}$ are hydrogen, lower alkyl, cycloalkyl or aryl, unsubstituted or substituted by at least one substituent, selected from halogen, trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro, $(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C(O)NR}^{\text{'R''}}$, $\text{C(O)OR}^{\text{'}}$ or $\text{C(O)R}^{\text{'}}$;~~
 ~~$\text{R}^{\text{'R''}}$ are independently from each other hydrogen, lower alkyl, cycloalkyl or aryl,~~
 ~~R^5 is hydrogen, cyano, hydroxy, halogen, trifluoromethyl, $\text{C(O)OR}^{\text{'}}$ or aryl, unsubstituted or substituted by at least one substituents, selected from halogen, trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro, $(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C(O)NR}^{\text{'R''}}$, $\text{C(O)OR}^{\text{'}}$ or $\text{C(O)R}^{\text{'}}$, or is a five or six membered heteroaryl group, containing one to four heteroatoms, selected from N, O or S and is unsubstituted or substituted by at least one substituents, selected from~~

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~~halogen, trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro,~~
 ~~$(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C}(\text{O})\text{NR}^{\text{'R''}}$, $\text{C}(\text{O})\text{OR}^{\text{'}}$ or $\text{C}(\text{O})\text{R}^{\text{'}}$,~~
 ~~R^6 is hydrogen, lower alkyl, trifluoromethyl, or aryl,~~
~~unsubstituted or substituted by at least one substituents, selected from halogen,~~
~~trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro,~~
 ~~$\text{C}(\text{O})\text{NR}^{\text{'R''}}$, $(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C}(\text{O})\text{OR}^{\text{'}}$ or $\text{C}(\text{O})\text{R}^{\text{'}}$, or is a five or six membered~~
~~heteroaryl group, containing one to four heteroatoms, selected from N, O or S and~~
~~is unsubstituted or substituted by at least one substituent, selected from halogen,~~
~~trifluoromethyl, lower alkyl, lower alkoxy, cyano, hydroxy, $\text{NR}^{\text{'R''}}$, nitro,~~
 ~~$(\text{CH}_2)_n\text{OR}^{\text{'}}$, $\text{C}(\text{O})\text{NR}^{\text{'R''}}$, $\text{C}(\text{O})\text{OR}^{\text{'}}$ or $\text{C}(\text{O})\text{R}^{\text{'}}$,~~

R^7 is $-\text{C}(\text{O})-(\text{CH}_2)_m\text{OH}$ or an oxo group;

R^2 is hydrogen, lower alkyl, lower alkoxy, halogen or CF_3 ;

$\text{R}^3/\text{R}^{3'}$ are hydrogen, lower alkyl or form together with the

~~carbon atom to which they are attached a cycloalkyl group;~~

$\text{R}^4/\text{R}^{4'}$ are hydrogen, halogen, CF_3 , lower alkyl or lower alkoxy;

~~R and R^2 or R^4 and $\text{R}^{4'}$ may be together $-\text{CH}=\text{CH}-\text{CH}=\text{CH}-$, unsubstituted or substituted by one or two substituents selected from lower alkyl, halogen or lower alkoxy;~~

X is $-\text{C}(\text{O})\text{N}(\text{R}^8)-$, $(\text{CH}_2)_p\text{O}-$, $(\text{CH}_2)_p\text{N}(\text{R}^8)-$, or $-\text{N}(\text{R}^8)\text{C}(\text{O})-$ or $-\text{N}(\text{R}^8)-(\text{CH}_2)_p-$;

wherein R^8 is hydrogen or lower alkyl;

n is 1 or 2;

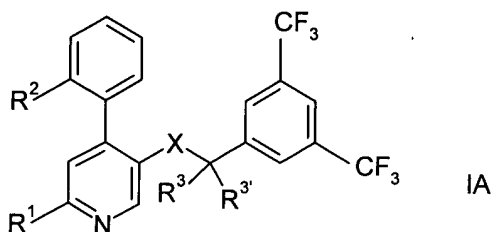
m is 0 to 4; and

o is 1 or 2; and

p is 1 or 2;

or a pharmaceutically acceptable acid addition salt thereof.

3. (Currently Amended) A compound of formula IA according to claim 1,



wherein

R^1 is ~~halogen, $(CH_2)_mCN$, $C(O)O$ lower alkyl, $(CH_2)_mOH$, $N(OH)(CH_2)_mOH$, $N(R)C(O)-(CH_2)_mOC(O)$ lower alkyl, $N[C(O)-cycloalkyl]_2$, $N(R)C(O)-(CH_2)_mOH$, pyridin 2,3,4-yl or phenyl, unsubstituted or substituted by lower alkyl, lower alkoxy or hydroxy or is morpholinyl or piperazinyl, substituted by $-C(O)-(CH_2)_mOH$ or oxy group(s),~~

R is hydrogen or halogen;

R^2 is lower alkyl or halogen;

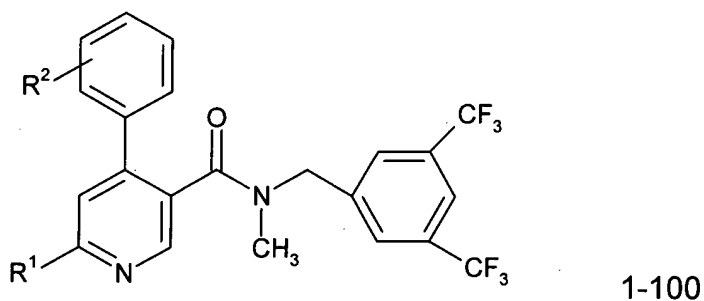
$R^3/R^{3'}$ are hydrogen or lower alkyl;

X is $-C(O)N(R^8)-$ or $-N(R^8)C(O)-$;

R^8 is hydrogen or lower alkyl; and

m is ~~1 or 2~~ 0.

4. (Currently Amended) A compound according to claim 71 1 having the formula



wherein R¹ and R² are as defined above.

5. (Currently Amended) A compound according to claim 4, ~~further comprising~~
wherein R² being is lower alkyl.

6. (Currently Amended) A compound according to claim 5 ~~further comprising~~
wherein R² being is 2-methyl.

7. (Cancelled).

8. (Currently Amended) A compound according to claim 7 1 wherein the compound is N-(3,5-Bis-trifluoromethyl-benzyl)-6-(4-hydroxyacetyl-piperazin-1-yl)-N-methyl-4-o-tolyl-nicotinamide.

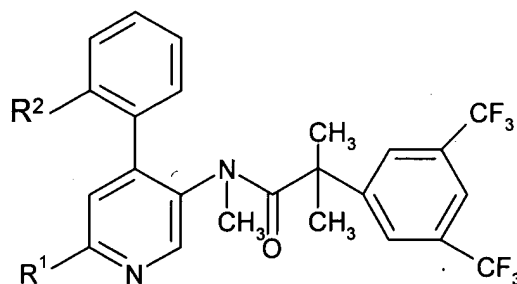
9. (Currently Amended) A-compound according to claim 7 1 wherein the compound is 4-o-Tolyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-5-carboxylic acid (3,5-bis-trifluoromethyl-benzyl)-methyl-amide.

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10. (Canceled).
11. (Canceled).
12. (Canceled).
13. (Canceled).
14. (Canceled).
15. (Canceled).
16. (Canceled).
17. (Canceled).
18. (Canceled).
19. (Canceled).
20. (Canceled).
21. (Canceled).
22. (Canceled).
23. (Canceled).
24. (Canceled).
25. (Canceled).
26. (Canceled).
27. (Canceled).
28. (Canceled).
29. (Canceled).
30. (Canceled).
31. (Canceled).
32. (Canceled).
33. (Canceled).

34. (Canceled).

35. (Currently Amended) A compound according to claim 74 1 having the structure



1-101

wherein R¹ and R² are as above.

36. (Canceled).

37. (Canceled).

38. (Canceled).

39. (Currently Amended) A compound according to claim 35 ~~further comprising~~
wherein R² is being halogen.

40. (Original) A compound according to claim 39 wherein said halogen is 2-Chloro.

41. (Canceled).

42. (Original) A compound according to claim 40 wherein the compound is 2-(3,5-Bis-trifluoromethyl-phenyl)-N-[4-(2-chloro-phenyl)-6-(3-oxo-morpholin-4-yl)-pyridin-3-yl]-N-methyl-isobutyramide.

43. (Canceled).

44. (Currently Amended) A compound according to claim 35 ~~further comprising~~
wherein R² being is lower alkyl.

45. (Previously Presented) A compound according to claim 44 wherein R² is methyl.

46. (Canceled).

47. (Canceled).

48. (Canceled).

49. (Canceled).

50. (Canceled).

51. (Canceled).

52. (Currently Amended) A compound according to claim 50 1 wherein the
compound is 2-(3,5-Bis-trifluoromethyl-phenyl)-N-methyl-N-[6-(3-oxo-morpholin-4-yl)-4-o-
tolyl-pyridin-3-yl]-isobutyramide.

53. (Canceled).

54. (Canceled).

55. (Canceled).

56. (Canceled).

57. (Canceled).

58. (Canceled).

59. (Canceled).

- 60. (Canceled).
- 61. (Canceled).
- 62. (Canceled).
- 63. (Canceled).
- 64. (Canceled).
- 65. (Canceled).
- 66. (Canceled).
- 67. (Canceled).
- 68. (Canceled).

69. (Currently Amended) A pharmaceutical composition ~~containing~~ comprising a compound of claim 1 and at least one pharmaceutically acceptable carrier.

- 70. (Canceled).
- 71. (Canceled)
- 72. (Canceled).
- 73. (Canceled)
- 74. (Canceled)
- 75. (Canceled)
- 76. (Canceled).
- 77. (Canceled).

78. (New) A compound according to claim 1 wherein the compound is 5-[(3,5-Bis-trifluoromethyl-benzyl)-methyl-carbamoyl]-4-o-tolyl-3',6'-dihydro-2'H-[2,4']bipyridinyl-1'-carboxylic acid tert-butyl ester.

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79. (New) A compound according to claim 1 wherein the compound is 1'-Cyclopropylmethyl-4-o-tolyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-5-carboxylic acid (3,5-bis-trifluoromethyl-benzyl)-methyl-amide

80. (New) A compound according to claim 1 wherein the compound is 5-{[2-(3,5-Bis-trifluoromethyl-phenyl)-2-methyl-propionyl]-methyl-amino}-4-o-tolyl-3',6'-dihydro-2'H-[2,4']bipyridinyl-1'-carboxylic acid tert-butyl ester